PACHULSKI STANG ZIEHL & JONES LLP Attorneys At Law San Francisco, California

Entered on Docket January 21, 2010 GLORIA L. FRANKLIN, CLERK

U.S BANKRUPTCY COURT NORTHERN DISTRICT OF CALIFORNIA

Signed: January 20.



Debra I. Grassgreen (CA Bar No. 169978) Maxim B. Litvak (CA Bar No. 215852)

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DOYLE D. HEATON and

MARY K. HEATON,

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DWARD D. JELLEN U.S. Bankruptcy Judge

ORDER APPROVING APPLICATION

TO EMPLOY PACHULSKI STANG

ZIEHL & JONES LLP AS GENERAL BANKRUPTCY COUNSEL TO THE

Case No.: 10-40297

[No Hearing Required]

Chapter 11

DEBTORS

[Proposed] Attorneys for Debtors and Debtor

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In re:

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The Court has considered the *Application to Employ Pachulski Stang Ziehl & Jones LLP as* General Bankruptcy Counsel to the Debtors (the "Application") and the Declaration of Maxim B.

Debtors.

UNITED STATES BANKRUPTCY COURT

NORTHERN DISTRICT OF CALIFORNIA

OAKLAND DIVISION

Litvak in support thereof. It appears that Pachulski Stang Ziehl & Jones LLP (the "Firm") does not 20 hold or represent any interest adverse to the estate, that the Firm is a disinterested person, and that its 21

employment is in the best interest of the estate. It further appears that due and sufficient notice of 22

the Application has been given under the circumstances and that no hearing on the Application is 23

required. Based on the record before the Court, and after due deliberation and sufficient cause 24

shown. 25

IT IS HEREBY ORDERED THAT:

The Application is GRANTED.

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- 2. The Debtors are authorized to employ the Firm as their general bankruptcy counsel, effective as of the commencement of this case, under section 327(a) of the Bankruptcy Code, on the terms set forth more fully in the Application.
- 3. The Debtors are authorized to compensate the Firm in accordance with sections 330 and 331 of the Bankruptcy Code as an expense of administration pursuant to sections 507(a) and 503(b) of the Bankruptcy Code, in such amounts and at such times as the Court may hereafter determine and allow.

END OF ORDER

Debtors Doyle D. & Mary K. Heaton 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523 Office of the US Trustee 1301 Clay Street Suite 690N Oakland, CA 94612-5217 PACHULSKI STANG ZIEHL & JONES LLP ATTORNEYS AT LAW SAN FRANCISCO, CALIFORNIA

COURT SERVICE LIST